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October 4, 2004

VIA COURIER

Federal Communications Commission
International Bureau - Telecommunications
P.O. Box 358145
Pittsburgh, PA 15251-5145

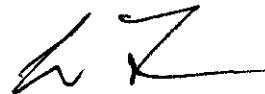
Re: Time Warner Cable Information Services (Texas), L.P.
Application for Transfer of Section 214 Authorizations

Dear Sirs:

Please find enclosed for filing an original and five copies of the above-captioned application on behalf of Time Warner Cable Information Services (Texas), L.P. We have also attached the requisite FCC Form 159 and an application filing fee of \$895.

Please date-stamp the extra copy of this application and return it with the courier. Any questions regarding the enclosed application should be addressed to the undersigned.

Respectfully submitted,



Aaron Futch
Attorney for Time Warner Cable
Information Services (Texas), L.P.

Enclosures

**BEFORE THE
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In Re Joint Application of	§	
	§	
Central Texas Technologies, L.P.	§	
and	§	
Time Warner Cable Information	§	
Services (Texas), L.P. d/b/a	§	
Time Warner Cable	§	
	§	
For Streamlined Authority	§	
Under Section 214 of	§	File Nos. _____
the Communications Act for	§	and
Transfer of Control	§	_____
of Central Texas Technologies, L.P.	§	
Domestic and International 214	§	
Authorizations	§	

**APPLICATION FOR TRANSFER OF CONTROL OF
DOMESTIC AND INTERNATIONAL 214 AUTHORIZATIONS**

Central Texas Technologies, L.P. ("OCN 2750") ("CTT" or the "Transferor") and Time Warner Cable Information Services (Texas), L.P. d/b/a Time Warner Cable ("TWCIS" or the "Transferee") hereby request FCC consent to transfer control of Section 214 authorizations to provide domestic and international switched telecommunications service currently held by CTT so that TWCIS may acquire certain CTT assets pursuant to Section 214 of the Communications Act of 1934, as amended (the Act), 47 U.S.C. § 214, and Part 63 of the Commission's Rules, 47 C.F.R. § 63. Specifically, this Application is filed pursuant to Commission Rule 63.18(e)(3) and the streamlined procedures of Commission Rule 63.03(b)(2)(i). The transfer of control is being requested due to the sale of competitive local exchange and exchange access assets by CTT to TWCIS in certain specified Texas markets and the sale of customer accounts in certain Texas markets for resold switched domestic and international toll services.

I. INTRODUCTION AND DESCRIPTION OF THE TRANSACTION

CTT is a Texas limited partnership integrated broadband services company that owns and operates "last mile" networks in a select group of new master planned communities in Central Texas. CTT provides local exchange services, domestic and international long distance services, high-speed Internet access, and enhanced data services to its customers in Texas. The company was founded to provide customers a high tech, affordable alternative to Southwestern Bell Telephone Company and other ILECs in Texas.

TWCIS is a Delaware limited partnership that offers telephone service over cable facilities. These facilities rely on state-of-the-art technology capable of delivering multiple communications services to its customers, including digital cable television, voice telephony, and high-speed access to the Internet.

On August 31, 2004, the parties entered into an Asset Purchase Agreement ("Agreement") to transfer certain telecommunications assets and customer accounts. This transfer of control application is being filed to implement the Agreement between the parties. CTT intends to transfer customer accounts in the following Texas communities to TWCIS: Bee Cave, Kyle, and Leander. Commission approval of the transfer of CTT fiber, switches, and other telephony equipment and Section 214 authorization to serve the customers being transferred to TWCIS will allow the Transferee to provide high-quality switched telecommunications services to the Transferor's customers utilizing the Transferor's existing facilities and services from other providers.

The proposed transaction will result in the Transferee being a non-dominant carrier, having less than 10 percent of the domestic interexchange market share. The Transferee will provide competitive local exchange and exchange access services in geographic areas served by dominant local exchange carriers that are not parties to the transaction and will resell switched, non-facilities-based domestic services. Moreover, under Section 63.10(a), the Transferee is presumptively non-dominant on any international routes it may serve, and has no affiliation with

any foreign carrier. Therefore, this application qualifies for the streamlined approval process provided for in §§ 63.03 and 63.12 of the Commission's rules.

By granting this application, the Commission will serve the public interest, convenience, and necessity by ensuring continuity of service to the Transferor's customers and promoting competition in the domestic and international interexchange services market. Competition will benefit U.S. consumers by increasing service options and lowering prices.

II. SUPPORTING INFORMATION

In support of its request for authority to transfer the CTT Section 214 authorization to provide international switched voice services, and pursuant to Section 63.18 of the Commission's Rules, the Transferee furnishes the following information relevant to the application.

Information concerning the Transferor and the Transferee

(a). Name, Address, and Telephone Numbers of the Parties

The Transferor is Central Texas Technologies, L.P. The Transferor's telephone number is (800) 248-1487. The Transferor's business headquarters are located at the following address:

Central Texas Technologies, L.P.
13453 Highway 71 West
Bee Cave, Texas 78738

The Transferee is Time Warner Cable Information Services (Texas), L.P. The Transferee's telephone number is: (203) 351-2000. The Transferee's business headquarters are located at the following address:

Time Warner Cable Information Services (Texas), L.P.
c/o Time Warner Cable
290 Harbor Drive
Stamford, Connecticut 06902

(b). Place of Corporate Organization

Central Texas Technologies, L.P. is a Texas limited partnership, formed on October 17, 2000, holding Charter Number 14113610. The Transferee is a Delaware limited partnership formed on July 11, 2003, holding Certification No. 3682319.

(c). Contact Information

All correspondence concerning this Application should be addressed to the following individuals:

Transferor's attorneys:

Mark J. Hulings
Jeffrey S. Dickerson
Matthews & Branscomb, P.C.
Suite 1900
802 North Carancahua
Corpus Christi, Texas 78470
Phone: (361) 888-9261
FAX: (361) 888-8504

Transferor:

Michael Draper
Chief Operating Officer
Central Texas Technologies, L.P.
13453 Highway 71 West
Bee Cave, Texas 78738
Phone: (800) 248-1487
FAX: (512) 421-8525

Transferee's attorneys:

Aaron Futch
Paul, Weiss, Rifkind, Wharton & Garrison LLP
1615 L Street, N.W.
Suite 1300
Washington, DC 20036
Phone: (202) 223-7300
FAX: (202) 223-7420

Transferee:

Julie Y. Patterson
Secretary
Time Warner Cable Information Services (Texas), L.P.
290 Harbor Drive
Stamford, Connecticut 06902
Phone: (203) 351-2000
FAX: (203) 328-4840

(d). Previous 214 Authority

The Transferor has obtained Section 214 authorizations to resell global international switched services (ITC-214-20010810-00417, granted to Central Texas Technologies, L.P. on August 31, 2001). The Transferee currently has no Section 214 authority to resell global international switched services. Under Section 63.18(e)(3) of the Commission's rules, the Transferee requests approval of the transfer of control of the Transferor's global resale international authority to serve the customers being transferred to TWCIS.

Information Concerning the Transferee (pursuant to Section 63.18(e)(3))

(h). Equity Ownership

The ultimate parent of Time Warner Cable Information Services (Texas), L.P. is Time Warner Cable Inc. Time Warner Cable Inc. is a subsidiary of Time Warner Inc. (NYSE: TWX), which was formed in 2001 through the merger of America Online and Time Warner Inc. The Time Warner family of companies includes America Online, Warner Bros., HBO, CNN, Turner Broadcasting Systems and Time Inc. magazines. An ownership interest of 17.9% in Time Warner Cable Inc. is indirectly held by Comcast Corp., a publicly held company. There are no other 10% or greater direct or indirect shareholders of Time Warner Cable Information Services (Texas), L.P.

(i). Foreign Carrier Certification

The Transferee hereby certifies that it is not, and has no affiliation with, a foreign carrier. No director, shareholder, or officer of the Transferee is an agent of a foreign carrier.

(j). Not applicable because the Transferee does not seek to provide international telecommunications service to any destination country for which the Transferee is a foreign carrier in that country, the Transferee does not control a foreign carrier in that country, no entity controls more than 25 percent of the Transferee, and two or more foreign carriers do not own more than 25 percent of the Transferee.

(k). Not applicable because no countries were listed in subsection (j).

(l). Not applicable because the Transferee does not propose to provide telecommunications services to a country where it is a foreign carrier and because it is not affiliated with a foreign carrier.

(m). Not applicable because the Transferee is not a foreign carrier and is not affiliated with a foreign carrier.

(n). No Special Concessions

The Transferee hereby certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier or administration with respect to traffic or revenue flows between the U.S. and any foreign country that the Transferee may serve under the authority granted under this part and will not enter into such agreements in the future.

(o). Certification Pursuant to Rules 1.2001 Through 1.2003

The Transferee hereby certifies that no party to the application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act.

(p). Streamlined Processing.

The Transferee is presumptively non-dominant under Section 63.10(a)(1) of the Commission's Rules and, therefore, qualifies for streamlined processing pursuant to Section 63.12 of the Commission's Rules.

Other Applications Pending or to be Filed with the Commission Related to the Same Transaction

This application also requests transfer of the Transferor's domestic Section 214 authority pursuant to the terms and conditions of Sections 63.04(b)(2)(i) of the Commission's rules. The transaction also will transfer certain telecommunications facilities such as fiber, switches, and other telephony equipment from CTT to TWCIS. The Transferee will comply with the requirements of 47 C.F.R. 64.1120. The Transferor will file an application at the Public Utility Commission of Texas for approval of authorization to relinquish its service provider certificate of operating authority ("SPCOA").

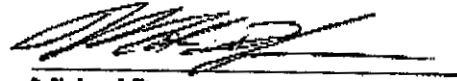
Public Interest Statement

By granting this application, the Commission will serve the public interest, convenience and necessity by ensuring continuity of service to the Transferor's customers and promoting competition in the domestic and international interexchange services market. The Transferee and Transferor therefore respectfully request that the Commission approve the transfer of CTT's domestic and global resale international Section 214 authorizations to the Transferee.

Respectfully submitted,

Central Texas Technologies, L.P.
13453 Highway 71 West
Bee Cave, Texas 78738
Phone: (800) 248-1487
FAX: (512) 421-8525

By:



Michael Draper
Chief Operating Officer

Respectfully submitted,

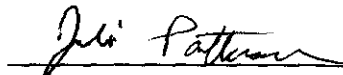
Time Warner Cable Information Services (Texas),
L.P.

290 Harbor Drive

Stamford, Connecticut

Phone: (203) 351-2000

FAX: (203) 328-4840

By: 
Julie Y. Patterson
Secretary
Time Warner Cable Information Services
(Texas), L.P.

ATTACHMENT A

APPLICATION FOR TRANSFER OF SECTION 214 DOMESTIC AUTHORITY

1. Description of the Transaction

A detailed description of the transaction is set forth in Section I of the primary global resale international Section 214 application for approval of transfer of control.

2. Geographic Areas and Services.

Central Texas Technologies, L.P. ("CTT") is a competitive local exchange carrier ("CLEC") (OCN 2750) authorized to offer telecommunications services in Texas. CTT is a Texas limited partnership integrated broadband services company that owns and operates "last mile" networks in a select group of new master planned communities in Central Texas. CTT offers facilities-based local exchange and exchange access services, domestic and international long distance telephone services, and additional services such as high-speed Internet and enhanced data services to its customers in Texas. Time Warner Cable Information Services (Texas), L.P. is a Delaware limited partnership that offers telephone service over cable facilities. These facilities rely on state-of-the-art technology capable of delivering multiple communications services to residential and business customers, including digital cable television, voice telephony, and high-speed access to the Internet.

CTT currently provides competitive local exchange services, exchange access services, and high-speed Internet access in the following Texas markets: Bee Cave, Kyle, and Leander.

Time Warner Cable Information Services (Texas), L.P. is beginning to offer local exchange services and exchange access services in several communities in Texas.

3. Expedited Treatment and Qualification for Streamlined Processing of Application

The proposed transaction will result in the Transferee being a non-dominant carrier,

having less than 10 percent of the domestic interexchange market share and the Transferee will provide competitive domestic telephone exchange services and exchange access services in geographic areas served by dominant local exchange carriers that are not parties to the transaction. Therefore, this application qualifies for the streamlined approval process provided for in § 63.03 of the Commission's rules. Granting expedited treatment of this application will further serve the public interest by allowing the Transferee to implement a smooth transition and continue the operations of the Transferor. Neither applicant is a dominant carrier in any of the markets pertaining to this transaction.

4. Other Applications Pending or to be Filed with the Commission Related to the Same Transaction

This attachment accompanies a primary application that requests authorization to transfer the CTT global resale international Section 214 authority to Time Warner Cable Information Services (Texas), L.P. The Transferee will comply with the requirements of 47 C.F.R. 64.1120. The Transferor is filing an application at the Public Utility Commission of Texas to relinquish its Service Provider Certificate of Operating Authority ("SPCOA").

5. Special Considerations Because of Imminent Business Failure

There is no imminent business failure of CTT at this time. The need to complete the transaction and provision the Transferee's service to customers, however, does add a sense of urgency to obtain regulatory approvals and to close the transaction.

6. Identification of Separately Filed Waiver Requests

Neither the Transferor nor the Transferee will file any waiver requests.

7. Public Interest Statement

By granting this application, the Commission will serve the public interest, convenience and necessity by ensuring continuity of service to the Transferor's customers and promoting competition in the domestic and international interexchange services market.